

Recording Requested by)
County of Santa Barbara)
_____)
When Recorded Return to the)
Clerk of the Board of Supervisors)
County of Santa Barbara)
105 East Anapamu Street)
Santa Barbara, California 93101)
_____)

SHORT FORM LAND CONSERVATION CONTRACT

Incorporating Board of Supervisors Resolutions and
Long Form Contract by Reference

07AGP-00000-00036

THIS LAND CONSERVATION CONTRACT, by and between Daniel H. Gainey, Trustee of the Daniel H. Gainey Trust, Dated March 30, 1998, as to an undivided twenty-five percent interest, DMC Holdings, LLC a California limited liability company as to an undivided twenty-five percent interest and Gainey Management, LLC a Colorado Limited Liability Company, as to an undivided fifty percent interest hereinafter referred to as "OWNER" and the COUNTY OF SANTA BARBARA, a political subdivision of the State of California, hereinafter referred to as "COUNTY".

WITNESSETH:

WHEREAS, OWNER possesses certain real property situated in the County of Santa Barbara, State of California, hereinafter referred to as "THE SUBJECT PROPERTY," and more particularly described in Exhibit A attached hereto and by this reference incorporated herein;
and

WHEREAS, THE SUBJECT PROPERTY is now devoted to agricultural uses and uses compatible thereto; and

WHEREAS, the parties hereto desire to create an "agricultural preserve," consisting of THE SUBJECT PROPERTY, to be established by COUNTY by resolution and by this contract, and to be designated as the **Gainey Agricultural Preserve Name, 07AGP-00000-00036, Assessor Parcel Numbers 141-440-024, 69.17 acres; replacing a portion of 90-AP-016 with zoning of AG-II-100, and AC** Comprehensive Plan designation restrictions.

NOW, THEREFORE, both OWNER and COUNTY, in consideration of the mutual promises, covenants and conditions to which reference is made herein and substantial public benefits to be derived therefrom, do hereby agree as follows:

FIRST: THE SUBJECT PROPERTY shall be subject to all restrictions and conditions adopted or to be adopted by resolutions and minute orders by the Board of Supervisors of the County of Santa Barbara, California, including without limitation those recorded on November 5, 1971, as Inst. No. 36187, Bk. 2371, pg. 404; January 3, 1972, as Inst. No. 57, Bk. 2381, page 794; October 30, 1974, as Instr. No. 38788, Bk. 2539, pg. 258; November 10, 1975, as Instr. Nos. 40442 and 40443, Bk. 2592, pgs. 1763 and 1767; December 11, 1975, as Instr. No. 44871, Bk. 2595, pg. 2134; May 20, 1977, as Reel No. 77-24881; July 11, 1977, Reel No. 77-34734; November 14, 1978, Reel No. 78-52990; October 15, 1980, Reel No. 80-41873, and November 2, 2007, Reel No. 2007-0077408 of the Official Records of the County of Santa Barbara, California, and IT IS MUTUALLY AGREED that the conditions and restrictions set forth in said resolutions and minute orders are adopted and incorporated herein and made a part hereof

as though fully set forth herein at length, and the OWNER will observe and perform said provisions.

SECOND: In consideration of the promises, OWNER shall indemnify and save harmless COUNTY from and against any and all claims, liability, suits, damages, costs including reasonable attorney's fees, losses and expenses in any manner resulting from, arising out of, or connected with the use of any Surveyor's Map depicting the preserve and the description of THE SUBJECT PROPERTY attached hereto.

THIRD: This Contract shall be effective as of the first day of January, 2009, and shall remain in effect for a period of ten (10) years from each succeeding January first.

IN WITNESS WHEREOF, the County of Santa Barbara has executed this Contract on _____.

ATTEST:

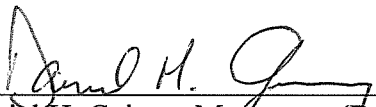
CLERK OF THE BOARD

By: _____
Deputy Clerk

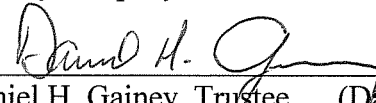
COUNTY OF SANTA BARBARA

By: _____
Chairman, Board of Supervisors
Salud Carbajal

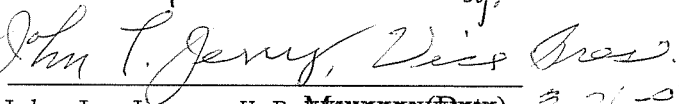
OWNERS:



Daniel H. Gainey, Manager (Date)
DMC Holdings, LLC, a California limited liability company



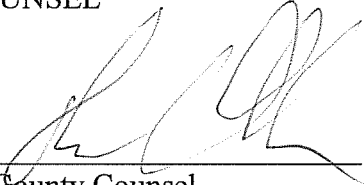
Daniel H. Gainey, Trustee (Date)
Daniel H. Gainey Trust, dated March 30, 1998

GAINNEY MANAGEMENT LLC by:


John L. Jerry, V.P., Manager (Date) 3-26-08
US Bank National Association, Successor
Trustee of the Daniel J. Gainey 1975 Trust
MANAGER

APPROVED AS TO FORM:

DANIEL J. WALLACE
COUNTY COUNSEL

By: 
Deputy County Counsel

G:\GROUP\PERMITTING\Case Files\AGP\07 cases\07AGP-00000-00036\07AGP00036contract.doc

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

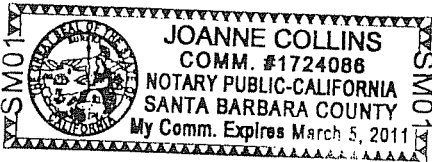
State of California }
 County of Santa Barbara } ss.

On 3-18-08 before me, Joanne Collins, personally appeared Daniel H Gainey, who

proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



(Seal)

Joanne Collins

 Signature of Notary Public

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

- Individual
- Corporate Officer

Title

- Partner(s)
- Limited
- General

- Attorney-in-Fact
- Trustee(s)
- Guardian/Conservator
- Other:

DESCRIPTION OF ATTACHED DOCUMENT

Short Form Land Conservation Contract

Title or Type of Document

4

Number of Pages

Date of Document

Absent Signer (Principal) is Representing:

Signer(s) Other Than Name(s) Above

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

State of Minnesota

County of Ramsey

} ss.

On 3-26-2008 before me, Elizabeth A. Parker, personally appeared John L. Jerry, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of Minnesota that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

(Seal)

Elizabeth A. Parker
Signature of Notary Public

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER (PRINCIPAL)

DESCRIPTION OF ATTACHED DOCUMENT

- Individual
 Corporate Officer

Short Form Land Conservation Contract

- Partner(s) Title
 Limited
 General

Title or Type of Document

4

Number of Pages

- Attorney-in-Fact
 Trustee(s)
 Guardian/Conservator
 Other:

Date of Document

Absent Signer (Principal) is Representing:

Signer(s) Other Than Names (s) Above

Agricultural Preserve
No. 07AGP-00000-00036

Legal Description

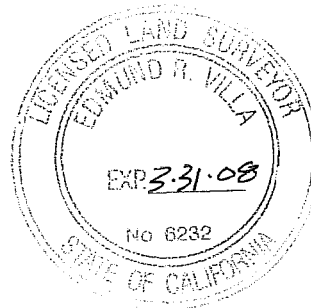
Lot 1 of Section 19 according to the map of survey of a portion of the Rancho Canada de los Pinos or College Ranch, in the County of Santa Barbara, State of California, recorded in Book B, Page 348 of Miscellaneous Records in the office of the County Recorder of said County.

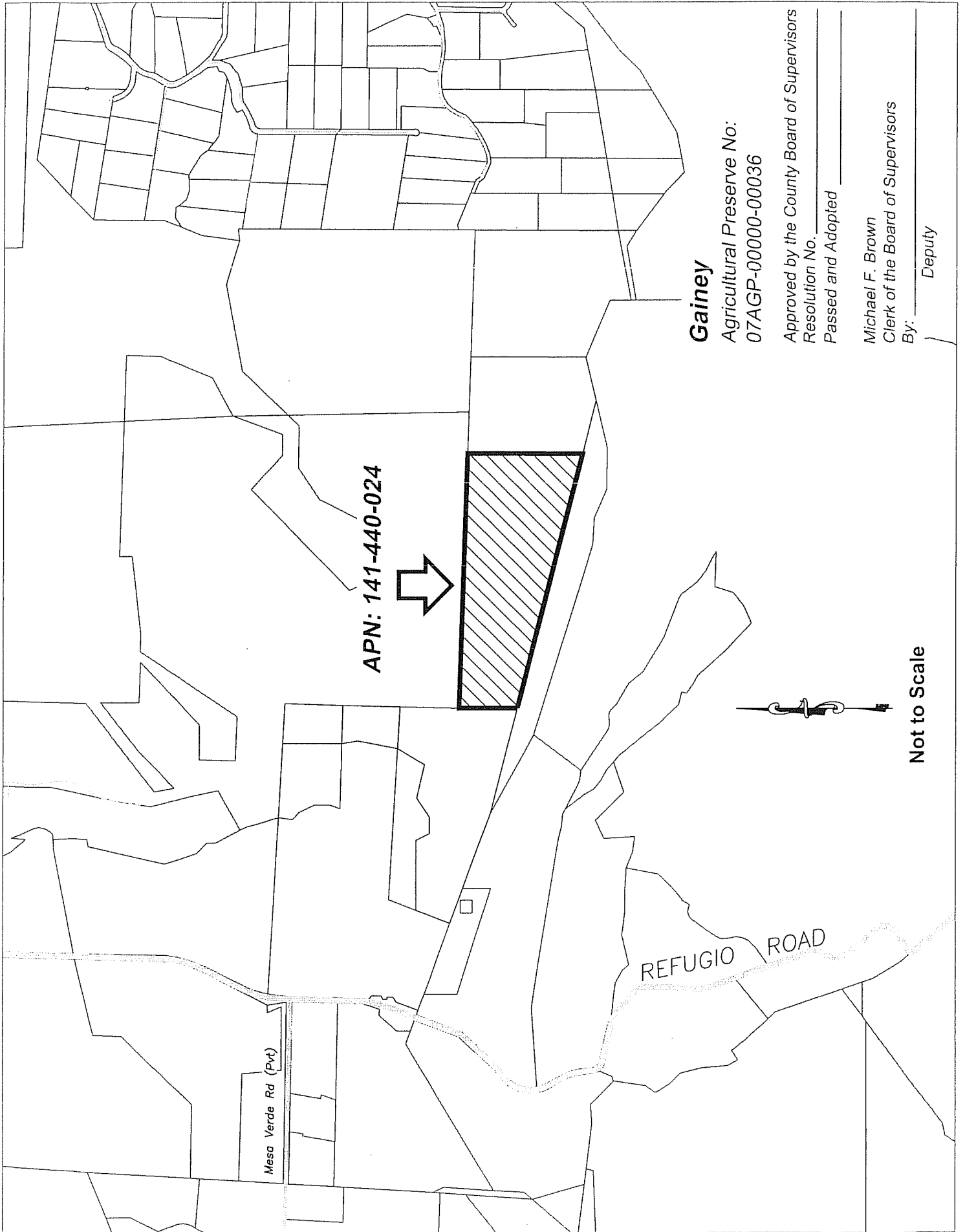
Being the land described in the deed to Samuel de la Cuesta recorded April 13, 1908 in Book 121, Page 115 of Deeds, records of said County.

Said land is described in a County of Santa Barbara Certificate of Compliance recorded March 23, 1993 as Instrument No. 93-21617 of Official Records, records of said County.

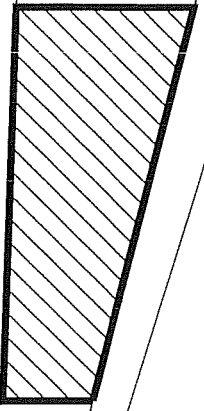
APN# 141-440-024

APPROVED AS TO FORM
AND SURVEY CONTENT
Deputy County Surveyor
Edmund R. Villa
For: MICHAEL B. EMMONS, PLS 5899
COUNTY SURVEYOR
LICENSE EXP. 12/31/09





APN: 141-440-024



Mesa Verde Rd (Pvt)

REFUGIO ROAD



Not to Scale

Gainey

Agricultural Preserve No:
07AGP-00000-00036

Approved by the County Board of Supervisors
Resolution No. _____
Passed and Adopted _____

By: Michael F. Brown Deputy
Clerk of the Board of Supervisors